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January 21, 2014

Mr. Darrell Nitschke
Executive Director
North Dakota Public
Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480



Dear Mr. Nitschke:

RE: Application for Transfer of
Corridor Certificate and Route Permit
Hess Tioga Gas Plant LLC
Our File No. 11-024-1293

Enclosed please find the original and ten copies of (1) Application for Transfer of Certificate of Site Compatibility for Transmission Facility Corridor and (2) Application for Transfer of Permit for Construction of a Transmission Facility from Hess Corporation to Hess Tioga Gas Plant LLC, along with the original and ten copies of Certificates of Authority of Hess Tioga Gas Plant LLC as issued by the North Dakota Secretary of State indicating its registration to do business. Also enclosed are Affidavits of Geurt G. Schoonman of Hess Tioga Gas Plant LLC.

Please call should you have any questions.

Very truly yours,


Stephanie Dassinger

bw
Enc.

1 **PU-14-95** Filed: 1/22/2014 Pages: 6
**Joint Application for Transfer of Permit for
Construction of Transmission Facility**

Hess Corporation / Hess Tioga Gas Plant LLC

Stephanie Dassinger, Crowley Fleck PLLP

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA**

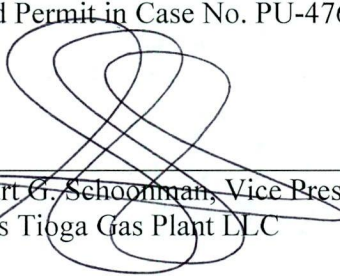
Hess Corporation and Hess Tioga)
Gas Plant LLC's Joint Application)
For a Transfer of Permit for)
Construction of a Transmission)
Facility to Hess Tioga Gas Plant LLC)
(Permit No. 72)

Case No. _____

AFFIDAVIT OF GEURT G. SCHOONMAN

STATE OF TEXAS)
) ss.
COUNTY OF Harris)


1. I am an officer of Hess Tioga Gas Plant LLC as Vice President, and I make this affidavit on the basis of my own personal knowledge and belief as to the matters contained herein.
2. I am familiar with the Findings of Fact, Conclusions of Law, and Order, adopted by the Commission July 21, 1992, in Case No. PU-476-92-138 and with the Permit for the Construction of a Transmission Facility, Permit No. 72.
3. Hess Tioga Gas Plant LLC agrees to assume the rights and obligations of the Permit for the Construction of a Transmission Facility, Permit No. 72, including the conditions and limitations set forth in the Commission's Findings of Fact, Conclusions of Law, and Order, adopted July 21, 1992, issuing said Permit in Case No. PU-476-92-138.



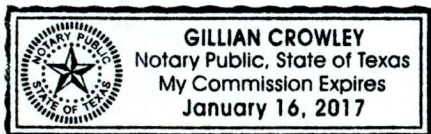
Geurt G. Schoonman, Vice President
Hess Tioga Gas Plant LLC

Subscribed and sworn to this 16th day of January, 2014.

(SEAL)



Notary Public
State of Texas
My Commission Expires:



**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF NORTH DAKOTA**

Hess Corporation and Hess Tioga)
Gas Plant LLC's Joint Application)
For a Transfer of Permit for)
Construction of a Transmission)
Facility to Hess Tioga Gas Plant LLC)

Case No. _____

**APPLICATION FOR TRANSFER OF
PERMIT FOR CONSTRUCTION OF A TRANSMISSION FACILITY**

Pursuant to North Dakota Century Code § 49-22-07 and North Dakota Administrative Code § 69-06-01-02(4), Hess Corporation, successor by name change to Amerada Hess Corporation, ("Hess") and Hess Tioga Gas Plant LLC make this Application for Transfer of a Permit for Construction of a Transmission Facility.

In Case No. PU-476-92-138, on July 21, 1992, the Public Service Commission of the State of North Dakota ("Commission") issued a Permit for the Construction of a Transmission Facility (Permit No. 72) (hereinafter "Permit") to Hess for a natural gas pipeline route approximately 61 miles in length and originating at Tioga Gas Plant in Township 157N, Range 95W, Section 26, in Williams County and proceeding in a southerly direction until crossing Lake Sakakawea in Township 154N, Range 95W, Sections 22 and 34, then proceeding in a south-southwesterly direction to Amerada's Cherry Creek compressor station and an interconnect with Northern Border Pipeline Company's existing 42-inch pipeline in Township 149N, Range 98W, Section 30, in McKenzie County.

As part of its recent corporate reorganization, Hess is requesting the transfer of this Certificate to Hess Tioga Gas Plant LLC (formerly Tioga Gas Plant, Inc.), with a principal office at 1185 Avenue of the Americas, New York, NY 10036-2601 and whose address for purposes of

this application is 1501 McKinney Street, Houston, TX 77010. This change relates only to the restructuring of Hess' corporate organization. No operational changes have been made nor are operational changes anticipated.

Attached hereto as Exhibit A is a Certificate of Authority of Hess Tioga Gas Plant LLC as issued by the North Dakota Secretary of State, evidencing the limited liability company's registration to do business in the State of North Dakota.

Hess Tioga Gas Plant LLC agrees to comply with the terms and conditions of all Commission orders pertaining to this Pipeline as issued to Hess.

Pursuant to NDAC § 69-06-01-02(4) and North Dakota Century Code § 49-22-13(2), the Commission, upon the determination that this Application is complete, shall publish a notice of opportunity for a public hearing in the official newspapers of Williams County and McKenzie County, North Dakota. Hess respectfully requests that the record made at the formal hearing held in Case No. PU-476-92-138 be incorporated into the record in this case thereby eliminating any need for a hearing in this case if none is requested by an interested person for good cause shown.

WHEREFORE, Hess Corporation and Hess Tioga Gas Plant LLC hereby respectfully request that this transfer be approved and that the Commission reissue a Permit for the Construction of a Transmission Facility to Hess Tioga Gas Plant LLC.

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF AUTHORITY OF

HESS TIOGA GAS PLANT LLC
Secretary of State ID#: 3,337,500

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that an application of

HESS TIOGA GAS PLANT LLC

for a Certificate of Authority to transact business in this State, duly signed and executed as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Authority to

HESS TIOGA GAS PLANT LLC

to transact business in this State under the name of

HESS TIOGA GAS PLANT LLC

Issued: July 5, 1988

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State